UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA

IRON WORKERS MID-SOUTH PENSION FUND, Derivatively On Behalf Of U.S. BANCORP,

Plaintiff,

vs.

RICHARD K. DAVIS, ANDREW CECERE, PATRICK T. STOKES, O'DELL M. OWENS, JERRY W. LEVIN, VICTORIA BUYNISKI GLUCKMAN, DAVID B. O'MALEY, ARTHUR D. COLLINS, JR., JOEL W. JOHNSON, CRAIG D. SCHNUCK, OLIVIA F. KIRTLEY, DOUGLAS M. BAKER, JR., Y. MARC BELTON, and RICHARD D. REITEN,

Defendants,

-and-

U.S. BANCORP, a Delaware corporation,

Nominal Defendant.

Court File No.: 13-00289 (JRT/JJG)

DEFENDANTS' MOTION TO DISMISS PLAINTIFF'S DERIVATIVE COMPLAINT

TO: Plaintiff Iron Workers Mid-South Pension Fund, and its attorneys, Amanda R. Cefalu, Anderson, Helgen, Davis & Nissen, PA, 150 South Fifth Street, Suite 3100, Minneapolis, MN 55402; Brian J. Robbins, Craig W. Smith, Julia M. Williams, and Gina Stassi, Robbins Arroyo LLP, 600 B Street, Suite 1900, San Diego, CA 92101; Maria Cangemi and Christina Carroll, Robein, Urann, Spencer, Picard & Cangemi APLC, 2540 Severn Avenue, Suite 400, Metairie, LA 70002; and Paul T. Warner, The Warner Law Firm, 11123 McCracken Lane, Suite A, Cypress, TX 77429.

Pursuant to Federal Rules of Civil Procedure 12 and 23.1, Defendants Richard K. Davis, Andrew Cecere, Patrick T. Stokes, O'Dell M. Owens, Jerry W. Levin, Victoria Buyniski Gluckman, David B. O'Maley, Arthur D. Collins, Jr., Joel W. Johnson, Craig D. Schnuck, Olivia F. Kirtley, Douglas M. Baker, Jr., Y. Marc Belton, and Richard D. Reiten hereby move the Court to dismiss Plaintiff's Derivative Complaint. The bases for Defendants' Motion to Dismiss Plaintiff's Derivative Complaint will be set forth more fully in Defendants' memorandum of law in support of this motion and accompanying papers.

Dated: April 15, 2013

DORSEY & WHITNEY LLP

By /s/ Peter W. Carter _____
Peter W. Carter (#0227985)
carter.peter@dorsey.com
Erin A. Collins (#0311170)
collins.erin@dorsey.com
Suite 1500, 50 South Sixth Street
Minneapolis, MN 55402-1498
Telephone: (612) 340-2600
Fax: (612) 340-8800

Attorneys for Defendants Richard K. Davis, Andrew Cecere, Patrick T. Stokes, O'Dell M. Owens, Jerry W. Levin, Victoria Buyniski Gluckman, David B. O'Maley, Arthur D. Collins, Jr., Joel W. Johnson, Craig D. Schnuck, Olivia F. Kirtley, Douglas M. Baker, Jr., Y. Marc Belton, and Richard D. Reiten